

University of New Orleans
College of Business Administration
Course Syllabus - BA 3021, Section 1
Fall 2008

Course: BA 3021, Business Law
Section 1
Instructor: Henry Bernstein
Telephone: 524-0845 (Home number: call between 10:00 a.m. and 9:00 p.m.)
E-mail: hbernste@uno.edu
Office Hours: One half hour before and after the Tuesday or
Thursday class (which meets at 8:00 a.m. in KH
220), or any other time by appointment.
If you have any questions to discuss, please don't
hesitate to let me know, and we will arrange a
mutually convenient meeting time or can discuss the
matters over the telephone.
My campus office is KH 306.

1. Course Description

This course examines various areas of business law in order to introduce the student to some of the basic concepts and legal principles of those subjects, and to the terminology used in connection therewith. Additionally, the course presents various factual situations that might arise in the every day business environment in order to give the student an opportunity to identify the legal issues inherent in those factual situations with a view to predicting the legal outcome of any potential legal disputes. The subjects considered in this course are contracts, commercial paper, sales, documents of title, secured transactions, suretyship, bankruptcy, forms of business organizations (with primary emphasis placed on corporations), trusts, insurance, and federal securities acts.

2. Required Text and Reading

The only text book required for this course and available at the UNO Bookstore is:

Business Law - Text and Cases (Eleventh Edition), by Clarkson, Miller, Jenz and Cross

If any student utilizes an earlier edition, then careful attention should be paid to updated statutes, which will be pointed out in class.

The first set of work problems (corresponding to each text book chapter) is attached hereto.

3. Course Arrangements and Requirements

Assigned text chapters for this course are listed below. All students are expected to read the assigned chapters, and the corresponding hand-out problems germane thereto, prior to coming to class. **Please note that there is a great deal of material covered in this course, and a substantial amount of individual study generally is required.** Students who anticipate that they will be unable or unwilling to attend class on a regular basis and to study the issues involved in this course should consider carefully whether or not taking this course is consistent with their educational goals.

The class will meet twice each week and to a significant degree will be taught pursuant to the "problem method." Each class shall consist of a lecture by the Instructor covering the course material assigned for that day's class, which lecture will be interspersed with a discussion of the assigned problems. These problems, variations thereof and additional hypothetical situations presented in class, will serve as the basis for examining the legal issues in this course.

Certain issues which are not covered by the text also may be discussed by the Instructor. It again should be noted that the subject matter covered in this course is quite extensive, and all examinations will be based primarily on material discussed in class. Accordingly, class attendance is highly recommended. **Any student absent from a class is encouraged to obtain the class notes from a fellow student.**

Attendance will be taken at the beginning of every scheduled meeting of the course. Late arriving students will not receive credit for attendance unless they notify the Instructor of their attendance immediately after class.

N.B. Although the Instructor encourages questions and full class participation, the Instructor is not now engaged in the practice of law, and does not render any personal or legal advice whatsoever to or for students.

The use of cell phones in class is strictly prohibited. No text messaging of any kind is allowed at any time.

4. Class Preparation

Students will derive a greater benefit from this course by preparing for class (i.e. studying before the scheduled class). I would suggest that students begin their homework preparation with a detailed reading of the text (with minimum attention paid to the litigated case excerpts). Thereafter, the students should consider carefully the assigned problems.

Students should not, however, merely research and memorize the answers to the assigned problems. Instead, students should try to understand the underlying concepts of the problems, and be prepared to discuss and analyze variations of them. The hypothetical situations are intended to frame and to highlight legal issues and concepts covered in the class. As noted below, students will be eligible to receive extra credit points for class room participation.

5. Examinations and Grading

The course grade will be comprised of the following:

(a) There will be three examinations, each test counting for one-third of the grade. The second test will cover all material not theretofore included in the first test. The final examination will cover all subjects assigned after the second examination, but may include some issues previously covered on the first and/or second examination; details of the final examination will be provided later in the semester.

The first two examinations (for which students should bring a blue scan sheet, a blue book for first test only, and pencil to class) will include objective questions as well as short answer questions. The final examination will be entirely objective (for which students should bring a blue scan sheet and a pencil to class).

Note: All examinations are graded anonymously. On your scan sheets, please use a self-selected five digit identification number (not your social security number) suitable for posting - and use that same number on your blue book. Do not write your name on the blue book examination - only your five digit identification number.

BA 3021, Section 1 (Fall 2008)
Course Syllabus

The three examinations will cover primarily material discussed in class, although a few questions may cover material assigned for individual study. Particular emphasis will be placed on the distributed problems, and the hypothetical situations presented in class. Many of these same problems will re-appear on the scheduled tests, or will serve as the basis for similar examination questions.

Make up examinations will be offered only for those students having legitimate and documented excuses for missing scheduled examinations, and who give the Instructor prior notification of an anticipated missing of the scheduled test. Specifically, in order to be eligible to take a make-up examination, a student (absent extraordinary circumstances - such as hospitalization or other event making it physically impossible for that student to contact the Instructor) must give prior notification (i.e. before the test begins) to the Instructor of her/his anticipated absence from class. Family tragedies and ordinary illness are not acceptable reasons to excuse the failure of a student to telephone the Instructor of the student's anticipated absence from the examination.

Any student who misses a test (a) without having notified the Instructor in advance of the necessity for missing that test and/or (b) without a legitimate and documented excuse shall be awarded a grade of thirty (30) for that missed test.

All make up tests (including those missed for last minute emergency situations) shall be given during the final week of the semester. The scheduled time (unless otherwise set by the student and the Instructor in advance) for all make up tests is 2:00 p.m., on Tuesday, December 2, 2008, at the office of the Department of Management, KH 359. If this time and date are not possible, one (and only one) alternate testing day may be set up prior to that time. Multiple postponements of make-up tests are not permitted.

(b) Class participation by those students who attend class on a regular basis can result in an addition of 3 points being added to the final grade average of a student. Except as otherwise provided in the paragraph (c) below, students will not be penalized, per se, by their failure to attend class or to participate in classroom discussions. However, any such absent or non-involved student will not receive any additional points. Hence, a student who is frequently absent and never prepared for class, but has a cumulative grade average of 79.99 for the three test scores, could receive a final course grade of C. In contrast, a student who attends class on a regular basis and contributes to the class discussion, but who has a final cumulative grade average of 77, would be eligible to receive a final course grade of B.

The grading scale is as follows:

Final Average (with extra points)	Final Grade
90-100	A
80-89.99	B
70-79.99	C
60-69.99	D
Below 60	F

Students always will be entitled to receive a final grade in accordance with the above noted numerical designations, irrespective of their attendance/participation (or lack thereof) in class. At the end of the semester, however, the Instructor (in lieu of "curving" the grades and/or of awarding extra points to all those eligible) reserves the right to lower (but not to increase) the minimum point level required for any one or more designated grades - *but only for those students attending class on a regular basis.*

(c) Notwithstanding any other provision in this syllabus to the contrary, as a general rule, any student (including late registrants) who misses more than six (6) scheduled classes (even for valid emergencies) shall not be entitled to receive a passing grade of "D" in this course unless that student receives a final grade average of at least 60.000 (not 59.999). Accordingly, those students who are unable to come to class or to study adequately for the tests because of non-UNO commitments should consider postponing this course until a later date. And those students who need only a "D" in this course to graduate, and choose to miss numerous classes, do so at their own peril.

(d) In the event that a hurricane, or other emergency, causes the cancellation of a class immediately before a scheduled test date, then that test shall be given on the originally scheduled class date (covering only the material theretofore discussed in class), subject to the option of the instructor to postpone said test. Moreover, in the event that a hurricane, or other emergency, causes the cancellation of class on an actual scheduled test date, then that test shall be given on the next scheduled class date, again subject to the option of the instructor to postpone said test.

To determine whether or not the test has been postponed from its originally scheduled test date, students should contact the instructor at 524-0845, or via e-mail at: hbernste@uno.edu.

6. Miscellaneous Provisions

Academic Integrity: Academic integrity is fundamental to the process of learn and evaluating academic performance. Academic dishonest will not be tolerated. Academic dishonesty includes, but is not limited to, the following: cheating, plagiarism, tampering with academic records and examinations, falsifying identity, and being an accessory to acts of academic dishonest. Refer the UNO Judicial Code for further information.

Students with disabilities: Students who qualify for services will receive the academic modification for which they are legally entitled. It is the responsibility of the student to register with the Office of Disability Services (UC 260) each semester and follow their procedures for obtaining assistance.

7. The tentative schedule of class topics for Fall 2008 (subject to change during the academic year) is set forth below. Students, however, are advised that certain chapters might be discussed during a class period prior to the scheduled time.

NOTE: The homework assignment for each class also includes the preparation of the problems attached to this syllabus, and which correspond to the appropriate text chapter.

1. August 26-28

Contracts

Text: contract formation (chapters 10, 11, 12, 13), mistakes (chapter 14), third party assignments (chapter 16), performance and discharge (chapter 17), and contract breach and remedies (chapter 18).

BA 3021, Section 1 (Fall 2008)
Course Syllabus

2. September 2 -4

Complete contract chapters

Sales - Chapter 20, and chapter 15 (statute of frauds)

3. September 9 - 11

Sales - Chapter 21

4. September 16 - 18

Sales - Chapters 22 - 23

5. September 23 - 25

Complete Sales chapters

Chapter 24 - Commercial paper: Negotiable Instruments (This chapter will not be included on Test One.)

N.B. The requirements of (1) a negotiable instrument, as set forth on page 490, and (2) a holder in due course, as set forth below and on pages 513 must be learned verbatim for test number two.

A Negotiable Instrument must (1) be in writing; (2) be signed by the maker or the drawer; (3) be an unconditional promise or order to pay; (4) state a fixed amount in money; (5) be payable on demand or at a definite time; (6) be payable to order or to bearer, unless a check; and (7) not contain any other unauthorized undertakings.

A Holder in Due Course must (1) be a holder; (2) of a negotiable instrument; (3) have taken the instrument for value; (4) in good faith; (5) *without notice* that (6) it is overdue, or (7) it has been dishonored, or (8) any person has a defense against it, or (9) any person has a claim to it, or (10) the instrument contains unauthorized signatures or (11) alterations or (12) it is so irregular or incomplete as to call into question its authenticity, or (13) or there is an uncured default with respect to another instrument issued as part of the same series.

6. September 30 - October 2

TEST NUMBER ONE - TUESDAY, September 30th

Commercial Paper - Chapter 25

BA 3021, Section 1 (Fall 2008)
Course Syllabus

7. October 7 (SEMESTER BREAK - October 9)
Commercial Paper - Chapter 26
8. October 14 - 16
Complete Commercial Paper chapters
Secured Transactions - Chapter 29
9. October 21 - 23
Other Creditor Remedies and Suretyship - Chapter 28
10. October 28 - 30
TEST TWO - Tuesday, October 28th
Bankruptcy - Chapter 30
11. November 4 - 6
Complete bankruptcy chapter
Sole Proprietorships - Chapter 35, section 1
12. November 11 - 13
Partnerships - Chapter 36 - Sections 1 - 5
Corporations and S Corporations - Chapters 38
13. November 18 - 20
Corporations - Chapters 39 and 40
14. November 25 (Thanksgiving Holiday on November 22)
Investor Protection - Chapter 41
Liability of Accountants under Securities Laws - Chapter 51
15. December 2 - 4
Complete prior chapters
Trusts - Chapter 50 - section 3
Insurance - Chapter 51

ALL MAKE-UP TESTS - KH 359, 2:00 p.m. - December 2 - Tuesday

FINAL EXAM - December 9 - Tuesday, at 7:30 a.m. (subject to UNO scheduling changes)

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